Transilvania Investments

Information material regarding item 4 on the agenda of the Ordinary General Meeting of Shareholders of April 29(30), 2026

Approval of the liability discharge of the Supervisory Board members

Item 4 on the agenda of the Ordinary General Meeting of Shareholders of April 29(30), 2026, stipulates:

Approval of the liability discharge of the Supervisory Board members (Patrițiu Abrudan, Marius-Petre Nicoară, Cosmin-Vasile Turcu, Horia-Cătălin Bozgan, Adriana Tiron-Tudor) for the activity performed in the financial year 2025, corresponding to the term of office held by each of them.

1. Information on the Superisory Board

According to the provisions of the Articles of Incorporation, Transilvania Investments is managed in a two-tier system by an Executive Board that carries out its activity under the control of a Supervisory Board. The Supervisory Board is composed of five members, individual persons, elected, by secret vote, by the Ordinary General Meeting of Shareholders for a four-year term.

The members of the Supervisory Board perform their activity based on the management contracts approved by the General Meeting of Shareholders, the Board Organisation and Operation Regulation and the Articles of Incorporation of the Company.

In accordance with the provisions of the Companies Law, all the members of the Supervisory Board are non-executive members, as none of the members holds an executive position within the Company, the Company being managed in a two-tier system.

As at 01.01.2025, the Supervisory Board of Transilvania Investments was composed of 4 members, namely Mr. Patriţiu Abrudan - Chairman, Mr. Marius-Petre Nicoară – Deputy Chairman, Mr. Vasile-Cosmin Turcu – member and Mr. Horia-Cătălin Bozgan - member. The mandate of the Supervisory Board members was valid until 19 April 2025.

The Ordinary General Meeting of Shareholders of 16.12.2024 approved the election of the new Supervisory Board of the Company consisting of 5 members, namely Mr. Horia-Cătălin Bozgan, Mr. Marius-Petre Nicoară, Mr. Vasile-Cosmin Turcu, Mr. Patrițiu Abrudan and Mrs. Adriana Tiron-Tudor, for a 4-year mandate, between 20 April 2025 and 19 April 2029; the elected members will exercise their duties only after their authorization by the Financial Supervisory Authority.

Through the Authorization no. 42/17.04.2025, the Financial Supervisory Authority authorized the changes in the significant conditions based on which the Company was authorized, as a result of the appointment of Professor Adriana Tiron-Tudor, PhD, as a member of the Supervisory Board, for a 4-year mandate, starting on 20.04.2025 and until 19.04.2029, in accordance with the Resolution no. 1/16.12.2024 of the Ordinary General Meeting of Shareholders.

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R.C. J1992003306085
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Autorizată F.I.A.I.R.: Autorizație ASF nr. 150/09.07.2021
Cod LEI (Legal Entity Identifier): 254900E2IL36VM93H128
Capital social: 212.644.000 lei
Nr. Registru ASF: PJR071AFIAA/080005
Nr. Registru ASF: PJR09FIAIR/080006
IBAN B.C.R. Brașov: RO08 RNCB 0053 0085 8144 0001
Societate administrată în sistem dualist

Consequently, as at 31 December 2025, the Supervisory Board of Transilvania Investments had only one member, namely Professor Adriana Tiron-Tudor, PhD, while the other members, elected by the Ordinary General Meeting of Shareholders of 16 December 2024, were still undergoing the authorization procedure with the Financial Supervisory Authority.

2. Periods corresponding to the duration of the mandate

Patrițiu Abrudan	01.01.2025 – 19.04.2025
Marius-Petre Nicoară	01.01.2025 – 19.04.2025
Cosmin-Vasile Turcu	01.01.2025 – 19.04.2025
Horia-Cătălin Bozgan	01.01.2025 – 19.04.2025
Adriana Tiron-Tudor	20.04.2025 - 31.12.2025

We would like to mention that, before the termination of the mandate of the former Supervisory Board, the latter adopted a series of measures, implemented by the Executive Board, aimed at ensuring the proper carrying on of the Company's activity until the new Supervisory Board will be fully operational, namely it will be composed of at least three members authorized by the FSA. Some of the measures adopted in this regard by the Supervisory Board, which have been brought to the investors' attention through the Current Report no. 2400/17.04.2025, are the following:

- The Executive Board may issue any norms/decisions/instructions within its competencies.
- The interim financial statements shall be approved by the Executive Board and published in accordance with the Company's Financial communication calendar, and the shareholders and investors will be informed that such statements had not been endorsed by the Supervisory Board.
- In the event of gradual authorization of the Board members, in a lower number than the minimum number required (3 members), the Executive Board shall proactively inform the authorized Supervisory Board members regarding the activities and operations carried out by the Company for which the Supervisory Board/Advisory Committees would have been consulted to issue an opinion, until the date of authorization of a fully operational Supervisory Board structure.
- The Executive Board shall promptly submit to the authorized operational Supervisory Board the documents drafted by the Company for which, usually, the Supervisory Board/Advisory Committees would have been consulted to issue an opinion.
- The Executive Board shall inform the first authorized Supervisory Board, through an Activity Report, about the operational activity carried out during the entire period in which the structure of the Supervisory Board/Advisory Committees was not functional.

Information regarding the duties and activity of the members of the Supervisory Board in 2025 is presented in *the Executive Board's Report for the financial year ended December 31, 2025* and the *Activity of the Supervisory Board in 2025*, available on the Company's website https://transilvaniainvestments.ro/en/, in the *O.G.M.S. April 2026* section and on the B.S.E. website, in the issuer's section.

Marius-Adrian MOLDOVAN
Executive President

Dragoș-Ionuț BOSÎNCEANU
Compliance Officer